





SSM TRAINING

# ONBOARDING PROGRAMME FOR FIRST-TIME DIRECTORS SERIES

## **COURSE INTRODUCTION**

Onboarding a first-time director is a critically important process for the board of directors. A structured induction programme that introduces new directors to the company, to the industry and to the principles of corporate governance will shorten their learning curve and help them become a productive board member sooner. Essentially an induction programme should cover four broad areas: general company information; board background and modus operandi; operational overview and director's role and governance matters.



# ONBOARDING PROGRAMME FOR FIRST-TIME DIRECTORS SERIES

### **COURSE INTRODUCTION (CONT'D)**

This training programme focus on the induction of directors' role and governance matters under the Malaysia Companies Act 2016. As a first-time director, you now bear personal liability and it is vital that you understand what your statutory duties are. It is important for you to understand the roles and responsibilities of all parties involved. You need to understand disclosures from directors, what constitutes a conflict of interest and how such matters are properly resolved. This induction programme aims to equip you as a new director on the basic knowledge needed to become an effective board member, importance and benefits of corporate compliance and governance in general.

The three topics under this programme for the year 2023 are:

- 1. Company and key role players explained.
- 2. Corporate governance matters for the board.
- 3. Nuts and bolts of company meetings and resolutions.

### **COURSE OBJECTIVES**

The objective of this course is to provide participants an understanding on the characteristics of a company incorporated under Companies Act 2016 and roles and responsibilities of its key role players i.e. company directors, company secretary and auditors. This course provide conveys basic yet vital information on the importance corporate governance. This course also aims to provide an indepth discussions on essential requirements, rules and principles in meetings, minutes and resolutions.

### **LEARNING OUTCOME**

By attending this course, the participants will be able to:

- Explain the types of company in Malaysia and its key characteristics.
- State the roles and responsibilities of directors, company secretary, auditors, employees and shareholders.
- Evaluate problems and practical issues in organization governance.
- Propose solutions to address issues on organization governance.
- Compose relevant conclusion on current corporate governance issues.
- Gain practical guide on handling meetings under the Companies Act 2016 and the rules and procedures.
- List the various requirements to adhere and ensure that meetings convened will be valid.
- Explain the different types of resolutions and the purposes for which they can be passed.
- Be better equipped when dealing with rights of members.

### WHO SHOULD ATTEND

Aspiring directors, newly appointed directors, seasoned directors, company secretaries, support staff in secretarial department, personal assistants to company secretary, legal administrators and legal secretaries who are involved in corporate secretarial work, individuals who are interested to learn about corporate governance.



### **COURSE CONTENTS**

- Types of companies in Malaysia.
- Key characteristics, incorporation requirements, management and closure of a company.
- Description and duties and responsibilities of directors, company secretary, auditors, employees, and shareholders.

## **ABOUT THE TRAINER**



**RAVINDERJIT KAUR** is the manager of Regulatory Review and Development Section in Companies Commission of Malaysia. She develops and formulate policies pertaining Companies Act 2016 and all other statutes administered by SSM. She joined SSM in 2008 as the Head of Unit of Surveillance in Compliance Division of SSM. She has served in various roles in divisions in SSM such Senior Investigating Officer investigating fraud and corporate governance cases. She was a Senior Legal Officer heading

Anti-Money Laundering/Counter Financing of Terrorism unit. She graduated with Bachelor of Law (Hons) from University of London and has obtained Certificate in Legal Practice. She had been admitted as an Advocates & Solicitor of the High Court of Malaya and practiced for 10 years as a litigator and corporate lawyer. She is honoured with Master's Degree of International Laws. She is a trainer registered with Pembangunan Sumber Manusia Berhad and also a Certified Trainer for Certificate IV in Training and Assessment by Australian Government.



### **ADMINISTRATIVE DETAILS**

Date	01 June 2023			
Venue	Virtual platform			
Time	9.00 am - 1.00 pm			
Training Methodology	Lecture and Case Discussion			
Fee	RM300.00	Standard		
	RM250.00	Licensed Secretary.  Member of MAICSA, MIA, Malaysian Bar, MACS, MICPA, Sabah Law Society & Advocates Assoc. of Sarawak.		
SSM CPE Points	4 points			



## ONBOARDING PROGRAMME FOR FIRST-TIME DIRECTORS:

# **CORPORATE GOVERNANCE MATTERS FOR THE BOARD**

### **COURSE CONTENTS**

- Introduction to Corporate Governance.
- Stakeholders of the company and dynamic relationship between management and board.
- Malaysian Code on Corporate Governance 2021 and relevant acts.
- Latest trend on corporate governance.

# **ABOUT THE TRAINER**



**DR. AHMED RAZMAN ABDUL LATIFF** is an Associate Professor and MBA Program Director of Putra Business School, Malaysia. He earned his Bachelor of Art (Honours) in Accounting & Finance from Lancaster University, UK, Master of Accountancy from Nanyang Technological University, Singapore and Master Research in Accounting & Financial Management from Lancaster University, UK. He also has a PhD from Liverpool John Moores University, UK.

He is an Associate Member of Malaysian Institute of Accountants (MIA), Vice President (Finance) of Case Writers' Association of Malaysia (CWAM) and Vice Chairman of Movement for Monetary Justice (MMJ). He provided consultations on strategic planning, risk management, corporate governance and human governance to government agencies and private sectors. He is active on mass media talking on the latest economic and financial management issues.



### **ADMINISTRATIVE DETAILS**

Date	19 September 2023		
Venue	Virtual platform		
Time	9.00 am - 1.00 pm		
Training Methodology	Lecture and Case Discussion		
Fee	RM300.00	Standard	
	RM250.00	Licensed Secretary.  Member of MAICSA, MIA, Malaysian Bar, MACS, MICPA, Sabah Law Society & Advocates Assoc. of Sarawak.	
SSM CPE Points	4 points		

# 3

## **ONBOARDING PROGRAMME FOR FIRST-TIME DIRECTORS:**

# NUTS AND BOLTS OF COMPANY MEETINGS AND RESOLUTIONS

### **COURSE CONTENTS**

### **Meeting of members**

- The concept of a meeting and quorum.
- Notice of meetings of members.
- Circulars to members and members' statement.
- The annual general meeting.
- Meetings requested by members.
- · Meetings of members ordered by the court.
- The role of the chairman.
- Proxies and corporate representatives.
- Voting.
- Exercise of members' rights.
- · Resolutions and amendments.
- Adjournment.
- Class meetings.

### Written resolutions

• Written resolutions of private companies.

#### **Minutes**

 Minutes of general meetings and decisions of members.

## **Company communications**

- Advantages of electronic communication.
- The company communication provisions under Companies Act 2016.

### **Meetings of Directors**

- Introduction to directors' meetings, written resolutions and directors' duties.
- Notice, agenda and quorum for meetings of directors.
- The role of the chairman at meetings of directors.
- Minutes of meetings of directors.

# **ABOUT THE TRAINER**

### DR ZUBAIDAH ZAINAL ABIDIN CS. CGP. FCIS



Dr Zubaidah is a Chartered Governance Professional and Chartered Secretary and has more than 25 years of teaching experience in corporate secretarial practice and was engaged as a company secretary for public

and private limited companies for more than 10 years. She was a former council member of the Malaysian Institute of Chartered Secretaries and Administrators (MAICSA) which is affiliated with the Chartered Governance Institute, United Kingdom.

Dr Zubaidah was a retired Professor from Universiti Teknologi MARA (UiTM) in Corporate Secretarial Practice and Governance. She has authored few books on Company Secretarial Practice published by UiTM Press. She has also authored the e-book MAICSA Study Manual on Company Compliance and Administration for the ICSA Qualifying Programme. Dr Zubaidah is a certified HRD trainer and regularly conducts training on corporate secretarial practice, public and private sector governance and compliance with the Companies Act 2016.

### **ADMINISTRATIVE DETAILS**



Date	23 November 2023		
Venue	Virtual platform		
Time	9.00 am - 1.00 pm		
Training Methodology	Lecture and Case Discussion		
Fee	RM300.00	Standard	
	RM250.00	Licensed Secretary.  Member of MAICSA, MIA,  Malaysian Bar, MACS,  MICPA, Sabah Law Society  & Advocates Assoc. of  Sarawak.	
SSM CPE Points	4 points		

# ONBOARDING PROGRAMME FOR FIRST-TIME DIRECTORS SERIES

## **HOW TO REGISTER?**



Strictly via online registration at https://e-comtrac.ssm.com.my



## **NEW USER (First Time Login)**

- Click on SIGN UP
- Key in **REGISTRATION INFORMATION**
- Click on **REGISTER**
- Key in **USERNAME** and **PASSWORD**

### **EXISTING USER of SSM EzBiz**

- Key in **USERNAME** and **PASSWORD**
- Click on SIGN IN

STEP 3

- Select training
- Check on Available Seat
- Click on Add Participant
- Key in participant's information
- Click on Submit
- · Check participant's details
- · Click on Submit Payment

**Note:** Please submit your application within 15 minutes. Otherwise the system will automatically cancel your transaction and you will lose your seat(s). Please re-apply if you wish to proceed. Full payment shall be made at the point of registration.

# ONBOARDING PROGRAMME FOR FIRST-TIME DIRECTORS SERIES

### TERMS & CONDITIONS FOR REGISTRATION OF TRAINING PROGRAMMES UNDER COMTRAC

### **Payment Mode**

- All training programmes registrations MUST be applied through e-COMTRAC. Upon submitting the registration application, participant is deemed to have read and accepted the terms and conditions herein.
- Payment by cash and cheque is not acceptable effective from January 2021.

#### Wehinar Access Link

- A notification e-mail with the webinar access link will be sent at least 24 hours before the commencement of the webinar.
- The access link is unique for registered participants and should not be forwarded or shared with others.

### **Certificate of Attendance**

- Participant will be issued a Certificate of Attendance upon full attendance of the programme and payment is received.
- A participant is allowed to attend ONE programme per day to be eligible
  for certificate of attendance. Request for refund will not be entertained if
  you have registered for more than one programme per day.
- SSM will charge an administrative fee of RM30.00 per copy for any replacement of certificate due to errors in name or identification card number wrongly filled by participant / representative during registration or loss of certificate, etc.

### **Cancellation / Absent**

- No refund will be given for participant who failed to attend the programme.
- Replacing registered participant is not allowed.

### Transfer

Transfer of registration fee to another training programme is not allowed.

### **Personal Data Protection Notice**

Your personal data and other information provided in this application and including any additional information you may subsequently provide, may be used and processed by COMTRAC/SSM as a reference in future to communicate with you on our training programmes/events. In line with the Personal Data Protection Act 2010, we wish to obtain your agreement and consent for using your personal data. If you do not consent to the processing and disclosure of your personal data, you should send an e-mail to us at comtrac@ssm.com.my.

### **Human Resources Development Corporation**

Suruhanjaya Syarikat Malaysia is registered as a training provider with HRD Corp under GOV1000117857. This training is claimable under SBL Scheme (employer needs to apply for grant at least one day before the commencement of training).

### Copyrights

The materials of the training programme are solely for participants' personal use. No part of these materials may be stored, reproduced or transmitted in any form or by any means, including photocopying, e-mailing and recording, without the written permission of the author or The Companies Commission of Malaysia (SSM). Information contained in these documents is understood to be correct at the time of writing. The assessments and views expressed in these materials shall be treated/ regarded purely for public information and discussion and it does not constitute formal advice. The views provided are for general information to provide better clarity and understanding of the subject matter. It should not be relied upon as an alternative to specific legal advice from your lawyer or other professional service provider. If you have any specific issues and/ or questions about any legal matter, you should consult your lawyer or other professional service provider. In no event shall the Companies Commission of Malaysia (SSM) be liable for any damages, whether in an action of contract, negligence or other tort, arising from the contents in these materials.

#### Disclaimer

SSM reserves the right to cancel the programme, change date(s), venue(s), speaker(s) or any other changes due to any unforeseen circumstances that may arise without prior notice to participants. SSM also reserves the right to make alternative arrangements without prior notice. SSM accepts no responsibility for death, illness, injury, loss or damage of any property belonging to, or financial loss by any persons attending the programme, whatever the cause. SSM shall not be responsible for any costs, damages or losses incurred by participants dues to the changes and / or cancellation. SSM is not responsible for the integrity of participants' computer or device, your internet signal bandwidth, or any other consideration outside of the control of SSM.

SSM shall not be responsible for any problems or technical malfunction, including, without limitation, the acts, omissions, problems or malfunctions of any telephone network or lines, computer online systems, servers, computer equipment, software, failure of e-mail, traffic congestion on the internet or at any web or combination thereof.

All information contained in the brochure is correct and accurate at the time of publication.

### COMPANIES COMMISSION OF MALAYSIA TRAINING ACADEMY & KNOWLEDGE MANAGEMENT DIVISION

### **Companies Commission of Malaysia**

Level 12, Menara SSM@Sentral No.7, Jalan Stesen Sentral 50623 Kuala Lumpur. Tel : +603 2299 4906/ 4440/ 5308/ 4441

Email : comtrac@ssm.com.my Website : www.ssm.com.my